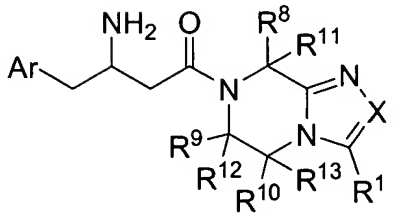
Amendment to the Claims:

Cancel Claims 24, 25, 30, and 32.

Amend Claims 1 and 33.

Listing of Claims:

1. (currently amended) A compound of structural formula I:



(I)

or a pharmaceutically acceptable salt thereof; wherein

each n is independently 0, 1, or 2;

X is N or CR^2;

Ar is phenyl substituted with one to five R^3 substituents;

R^1 and R^2 are each independently selected from the group consisting of

hydrogen,

halogen,

hydroxy,

cyano,

C_{1-10} alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{1-10} alkoxy, wherein alkoxy is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{1-10} alkylthio, wherein alkylthio is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{2-10} alkenyl, wherein alkenyl is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

$(CH_2)_nCOOH$,

$(CH_2)_nCOOC_{1-6}$ alkyl,

$(CH_2)_nCONR^4R^5$, wherein R^4 and R^5 are independently selected from the group consisting of hydrogen, tetrazolyl, thiazolyl, $(CH_2)_n$-phenyl, $(CH_2)_n$-C_{3-6} cycloalkyl, and C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

or R^4 and R^5 together with the nitrogen atom to which they are attached form a heterocyclic ring selected from azetidine, pyrrolidine, piperidine, piperazine, and morpholine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

$(CH_2)_n$-NR^4R^5,

$(CH_2)_n$-$OCONR^4R^5$,

$(CH_2)_n$-$SO_2NR^4R^5$,

$(CH_2)_n$-SO_2R^6,

$(CH_2)_n$-$NR^7SO_2R^6$,

$(CH_2)_n$-$NR^7CONR^4R^5$,

$(CH_2)_n$-NR^7COR^7,

$(CH_2)_n$-$NR^7CO_2R^6$,

$(CH_2)_n$-COR^6,

$(CH_2)_n$-C_{3-6} cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, cyano, hydroxy, $NR^7SO_2R^6$, SO_2R^6, CO_2H, C_{1-6} alkyloxycarbonyl, C_{1-6} alkyl, and

C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C_{1-6} alkyl, and C_{1-6}

alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and

$(CH_2)_n$-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

wherein any methylene (CH_2) carbon atom in R^1 or R^2 is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C_{1-4} alkyl unsubstituted or substituted with one to five halogens;

each R^3 is independently selected from the group consisting of

hydrogen,

halogen,

cyano,

hydroxy,

C_{1-6} alkyl, unsubstituted or substituted with one to five halogens, and

C_{1-6} alkoxy, unsubstituted or substituted with one to five halogens;

R^6 is independently selected from the group consisting of tetrazolyl, thiazolyl, $(CH_2)_n$-phenyl, $(CH_2)_n$-C_{3-6} cycloalkyl, and C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and wherein any methylene (CH_2) carbon atom in R^6 is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, C_{1-4} alkyl, and C_{1-4} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

each R^7 is hydrogen or R^6;

R^8, R^9 and R^{10} are each independently selected from the group consisting of

hydrogen,

cyano,

carboxy,

C_{1-6} alkyloxycarbonyl,

C_{1-10} alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkoxy, carboxy, C_{1-6} alkyloxycarbonyl, and phenyl-C_{1-3} alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-C_{3-6} cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and

$(CH_2)_nCONR^4R^5$, wherein R^4 and R^5 are independently selected from the group consisting of hydrogen, tetrazolyl, thiazolyl, $(CH_2)_n$-phenyl, $(CH_2)_n$-C_{3-6} cycloalkyl, and C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

or R^4 and R^5 together with the nitrogen atom to which they are attached form a heterocyclic ring selected from azetidine, pyrrolidine, piperidine, piperazine, and morpholine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

wherein any methylene (CH_2) carbon atom in R^8, R^9 or R^{10} is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C_{1-4} alkyl unsubstituted or substituted with one to five halogens;

with the proviso that when X is N, R^{10}, R^{11}, R^{12} and R^{13} are hydrogen,

R^8 or R^9 is

hydrogen;

cyano;

C_{1-10} alkyl, unsubstituted or substituted with one to five substituents selected from:

(1) halogen,

(2) hydroxy,

(3) phenyl, optionally substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens,

(4) naphthyl, optionally substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens,

(5) CO_2H,

(6) CO_2C_{1-6} alkyl,

(7) $CONR^{11}R^{12}$, wherein R^{11} and R^{12} are independently selected from the group consisting of hydrogen, tetrazolyl, phenyl, C_{3-6} cycloalkyl and C_{1-6} alkyl, wherein alkyl is optionally substituted with one to six substituents independently selected from halogen and phenyl, wherein the phenyl or C_{3-6} cycloalkyl being R^{11} or R^{12} or the optional phenyl substituent on C_{1-6} alkyl are optionally substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, said C_{1-6} alkyl and C_{1-6} alkoxy being optionally substituted with one to five halogens,

or wherein R^{11} and R^{12} are optionally joined to form a ring selected from pyrrolidine, piperidine and morpholine;

phenyl, which is unsubstituted or substituted with one to five substituents independently selected from C_{1-6} alkyl, C_{1-6} alkoxy, hydroxy, and halogen, wherein alkyl and alkoxy are optionally substituted with one to five halogens;

naphthyl, which is unsubstituted or substituted with one to five substituents independently selected from C_{1-6} alkyl, C_{1-6} alkoxy, hydroxy, and halogen, wherein alkyl and alkoxy are optionally substituted with one to five halogens;

CO_2H;

C_{1-6} alkyloxycarbonyl;

$CONR^{11}R^{12}$; or

C_{3-6} cycloalkyl, which is optionally substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens; and when X is CR^2 and

R^2 is

hydrogen,

cyano,

C_{1-10} alkyl, unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-phenyl, which is unsubstituted or substituted with one to five substituents independently selected from halogen, cyano hydroxy, R^{13}, OR^{13}, $NHSO_2R^{13}$, SO_2R^{13}, CO_2H, and C_{1-6} alkyloxycarbonyl, wherein R^{13} is C_{1-6} alkyl, unsubstituted or substituted with one to five halogens; or

a 5- or 6-membered heterocycle which may be saturated or unsaturated comprising one to four heteroatoms independently selected from N, S and O, the heterocycle being unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens;

then in both cases R^1 is not

(1) hydrogen,

(2) cyano,

(3) C_{1-10} alkyl, unsubstituted or substituted with one to five halogens,

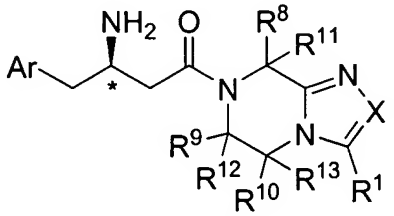
(4) $(CH_2)_n$-phenyl, which is unsubstituted or substituted with one to five substituents independently selected from halogen, cyano hydroxy, R^{13}, OR^{13}, $NHSO_2R^{13}$, SO_2R^{13}, CO_2H, and C_{1-6} alkyloxycarbonyl, wherein R^{13} is C_{1-6} alkyl, unsubstituted or substituted with one to five halogens; or

(5) a 5- or 6-membered heterocycle which may be saturated or unsaturated comprising one to four heteroatoms independently selected from N, S and O, the heterocycle being unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen,

C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens~~.~~ ; and

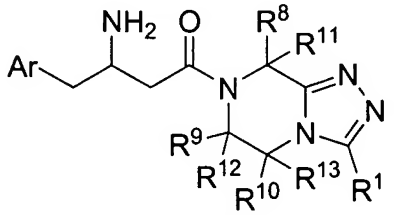
R^{11}, R^{12} and R^{13} are each independently hydrogen or C_{1-6} alkyl.

2. (original) The compound of Claim 1 of the structural formula Ia wherein the carbon atom marked with an * has the *S* configuration



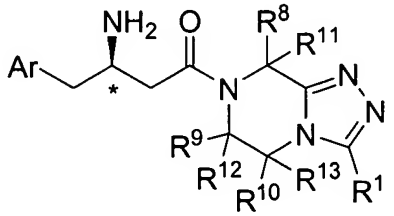
(Ia)

3. (original) The compound of Claim 1 of the structural formula Ib



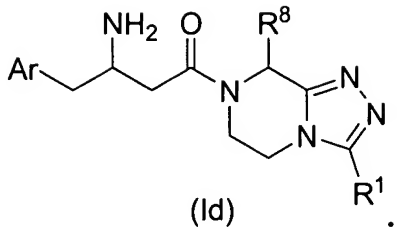
(Ib)

4. (original) The compound of Claim 3 of the structural formula Ic wherein the carbon atom marked with an * has the *R* configuration



(Ic)

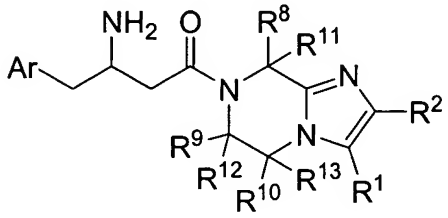
5. (original) The compound of Claim 3 of the structural formula Id:



(Id)

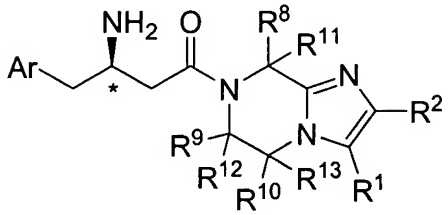
6. (original) The compound of Claim 5 wherein R^8 is hydrogen.

7. (original) The compound of Claim 1 of the structural formula Ie



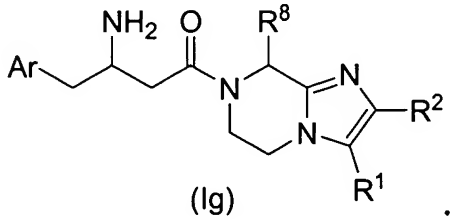
(Ie)

8. (original) The compound of Claim 7 of the structural formula If wherein the carbon atom marked with an * has the *R* configuration



(If)

9. (original) The compound of Claim 7 of the structural formula Ig



(Ig)

10. (original) The compound of Claim 9 wherein R^8 is hydrogen.

11. (original) The compound of Claim 1 wherein R^3 is selected from the group consisting of hydrogen, fluoro, chloro, bromo, trifluoromethyl, and methyl.

12. (original) The compound of Claim 11 wherein R^3 is selected from the group consisting of hydrogen, fluoro, and chloro.

13. (original) The compound of Claim 1 wherein R^1 is selected from the group consisting of

hydrogen,

halogen,

C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{1-6} alkoxy, wherein alkoxy is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{1-6} alkylthio, wherein alkylthio is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{2-6} alkenyl, wherein alkenyl is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

$(CH_2)_nCOOH$,

$(CH_2)_nCOOC_{1-6}$ alkyl,

$(CH_2)_nCONR^4R^5$, wherein R^4 and R^5 are independently selected from the group consisting of hydrogen, tetrazolyl, thiazolyl, $(CH_2)_n$-phenyl, $(CH_2)_n$-C_{3-6} cycloalkyl, and C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

or R^4 and R^5 together with the nitrogen atom to which they are attached form a heterocyclic ring selected from azetidine, pyrrolidine, piperidine, piperazine, and morpholine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-NR^4R^5,

$(CH_2)_n$-NR^7COR^7,

$(CH_2)_n$-C_{3-6} cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and

$(CH_2)_n$-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, CN, hydroxy, $NR^7SO_2R^6$, SO_2R^6, CO_2H, C_{1-6} alkyloxycarbonyl, C_{1-6} alkyl, and

C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

wherein any methylene (CH_2) carbon atom in R^1 or R^2 is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C_{1-4} alkyl unsubstituted or substituted with one to five halogens.

14. (original) The compound of Claim 13 wherein R^1 is selected from the group consisting of

hydrogen,
methyl,
ethyl,
trifluoromethyl,
CH_2CF_3,
CF_2CF_3,
phenyl,
cyclopropyl,
fluoro,
chloro,
bromo,
vinyl,
amino,
isopropylamino,
acetylamino,
2,2,2-trifluoroacetylamino,
tert-butylaminocarbonyl,
ethoxycarbonyl,
carboxy,

1-hydroxyethyl,
methoxy,
isopropoxy, and
methylthio.

15. (original) The compound of Claim 1 wherein R^2 is selected from the group consisting of

R^2 is selected from the group consisting of

hydrogen,

halogen,

C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

C_{2-6} alkenyl, wherein alkenyl is unsubstituted or substituted with one to five substituents independently selected from halogen or hydroxy,

$(CH_2)_nCOOH$,

$(CH_2)_nCOOC_{1-6}$ alkyl,

$(CH_2)_nCONR^4R^5$, wherein R^4 and R^5 are independently selected from the group consisting of hydrogen, tetrazolyl, thiazolyl, $(CH_2)_n$-phenyl, $(CH_2)_n$-C_{3-6} cycloalkyl, and C_{1-6} alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

or R^4 and R^5 together with the nitrogen atom to which they are attached form a heterocyclic ring selected from azetidine, pyrrolidine, piperidine, piperazine, and morpholine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-NR^4R^5,

$(CH_2)_n$-NR^7COR^7,

$(CH_2)_n$-COR^6,

$(CH_2)_n$-C_{3-6} cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and

C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and

$(CH_2)_n$-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, CN, hydroxy, $NR^7SO_2R^6$, SO_2R^6, CO_2H, C_{1-6} alkyloxycarbonyl, C_{1-6} alkyl, and

C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;

wherein any methylene (CH_2) carbon atom in R^1 or R^2 is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C_{1-4} alkyl unsubstituted or substituted with one to five halogens.

16. (original) The compound of Claim 15 wherein R^2 is selected from the group consisting of

hydrogen
trifluoromethyl,
phenyl,
cyclopropyl,
carboxy,
ethoxycarbonyl,
dimethylaminocarbonyl,
aminocarbonyl,
morpholin-4-ylcarbonyl,
tert-butylaminocarbonyl,
cyclopropylcarbonyl,
tetrazol-5-ylaminocarbonyl, and
2,2,2-trifluoroacetylamino.

17. (original) The compound of Claim 1 wherein R^8, R^9, and R^{10} are each independently selected from the group consisting of

hydrogen,

C_{1-6} alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkoxy, and phenyl-C_{1-3} alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-phenyl, wherein phenyl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and

$(CH_2)_n$-C_{3-6} cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens;

wherein any methylene (CH_2) carbon atom in R^8, R^9, or R^{10} is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C_{1-4} alkyl unsubstituted or substituted with one to five halogens;

and R^{11}, R^{12}, and R^{13} are each independently hydrogen or methyl.

18. (original) The compound of Claim 17 wherein R^8, R^9, and R^{10} are each independently selected from the group consisting of

hydrogen,

C_{1-3} alkyl, unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkoxy, and phenyl-C_{1-3} alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-phenyl, wherein phenyl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

$(CH_2)_n$-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens,

$(CH_2)_n$-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are optionally substituted with one to five halogens, and

$(CH_2)_n$-C_{3-6} cyclopropyl;

wherein any methylene (CH_2) carbon atom in R^8, R^9, or R^{10} is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C_{1-4} alkyl unsubstituted or substituted with one to five halogens;

and R^{11}, R^{12}, and R^{13} are each independently hydrogen or methyl.

19. (original) The compound of Claim 18 wherein R^8, R^9, and R^{10} are each independently selected from the group consisting of

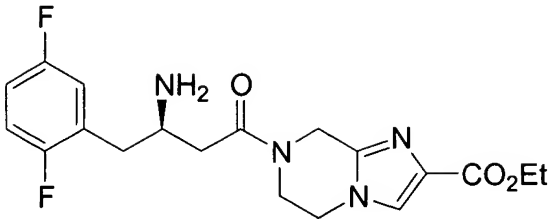
hydrogen,
CH_3,
CH_2CH_3,
CH_2-cyclopropyl,
CHF-cyclopropyl,
CH(OH)-cyclopropyl,
CH_2OCH_2Ph,
CH_2(4-F-Ph),
CH_2(4-CF_3-Ph), and
CH_2-[1,2,4]triazol-4-yl;

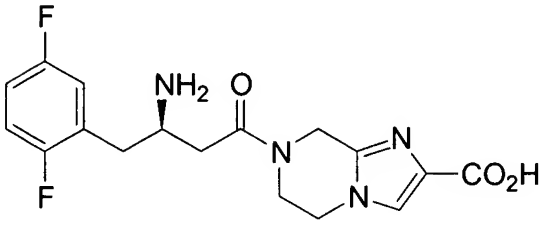
and R^{11}, R^{12}, and R^{13} are each independently hydrogen or methyl.

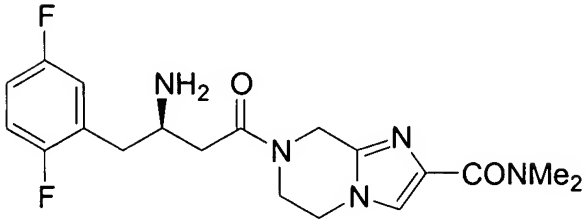
20. (original) The compound of Claim 18 wherein R^9, R^{10}, R^{12}, and R^{13} are hydrogen.

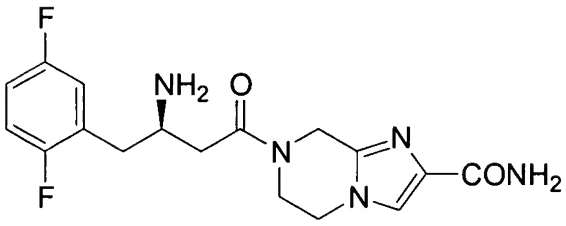
21. (original) The compound of Claim 20 wherein R^8 and R^{11} are hydrogen.

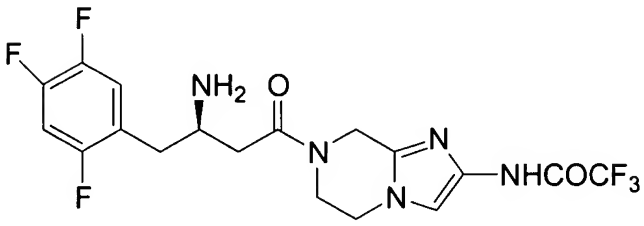
22. (original) The compound of Claim 21 which is selected from the group consisting of:


F
NH2
O
N
N
CO2Et
F


F
NH2
O
N
N
CO2H
F


F
NH2
O
N
N
CONMe2
F


F
NH2
O
N
N
CONH2
F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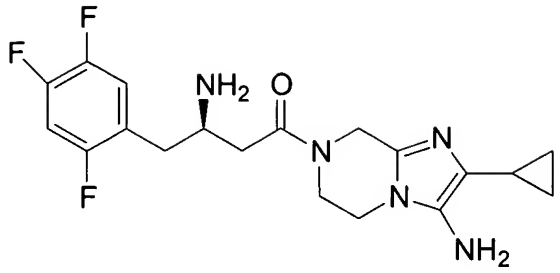

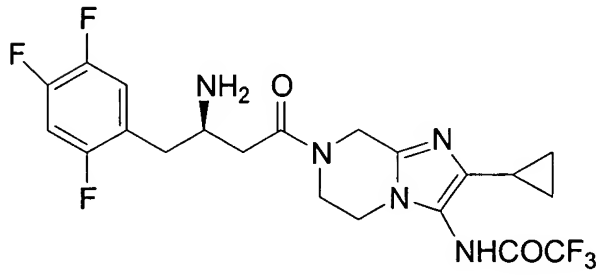

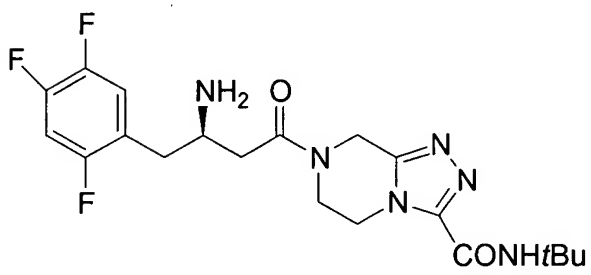

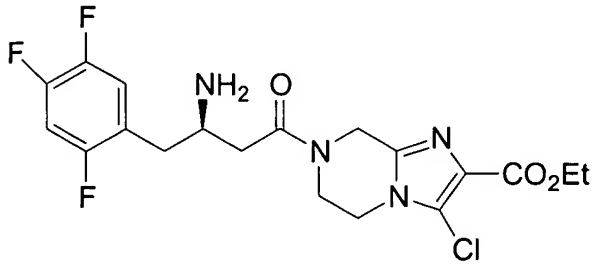

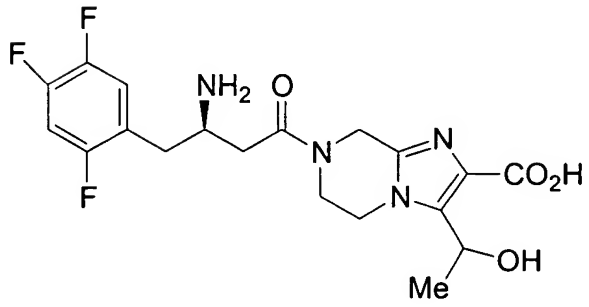

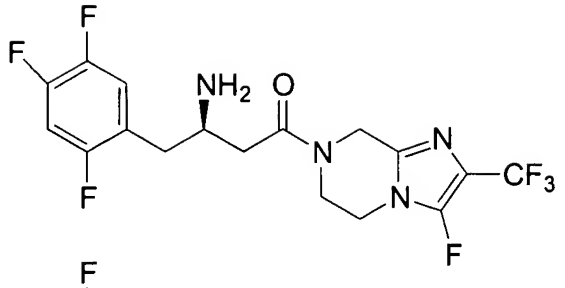

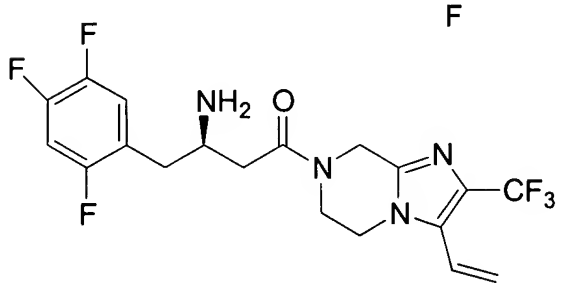

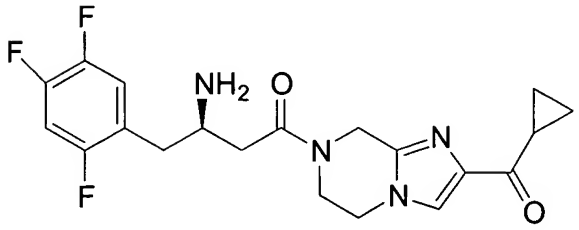

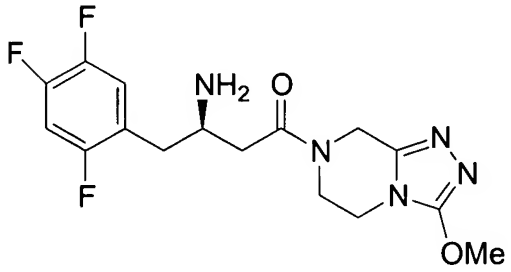

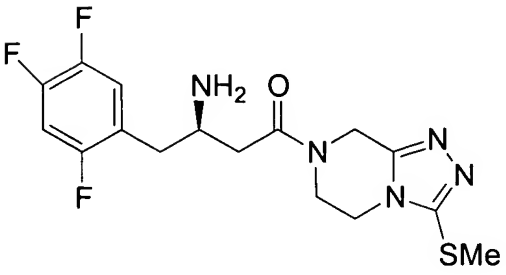

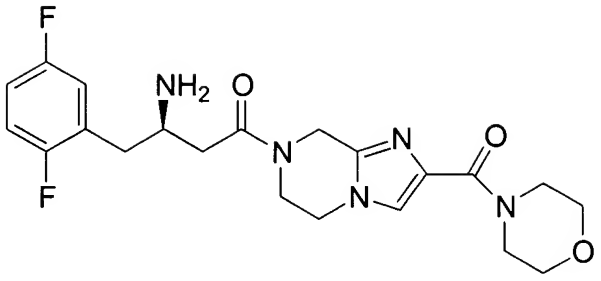

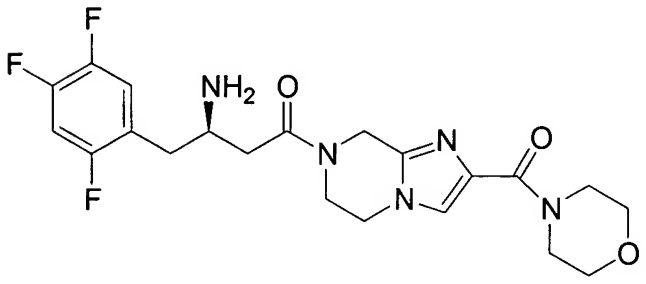

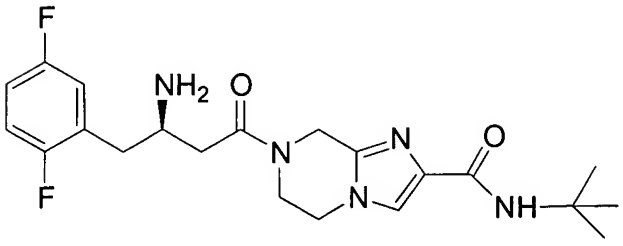

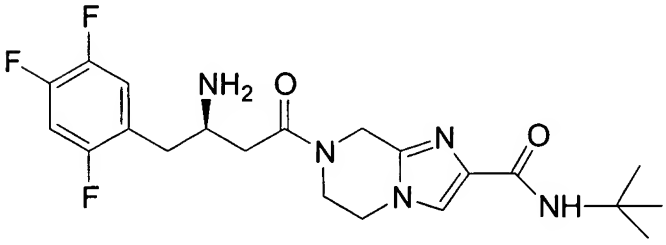

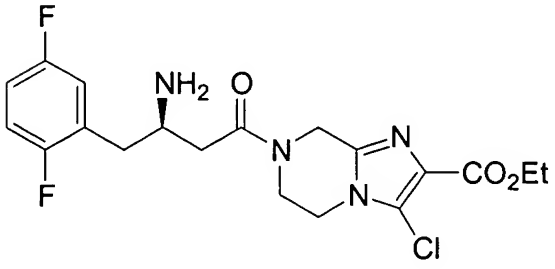

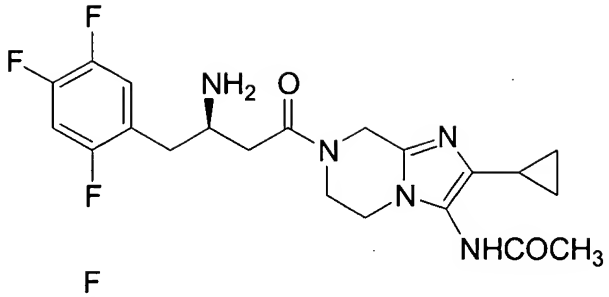

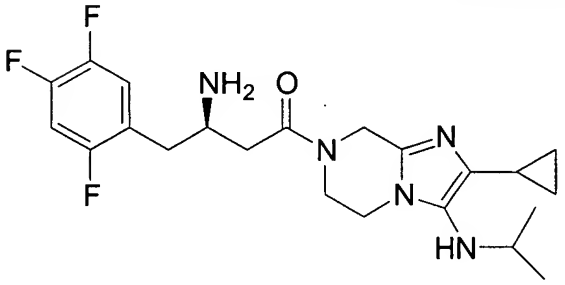

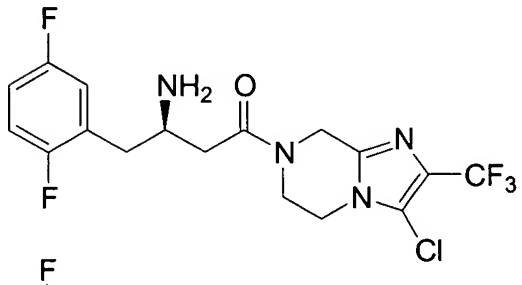

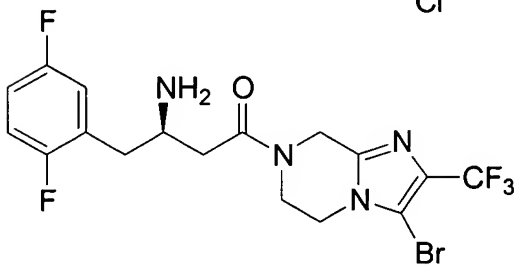

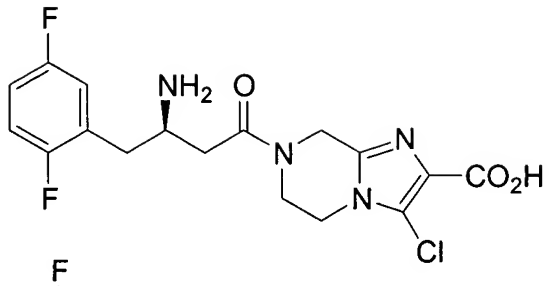

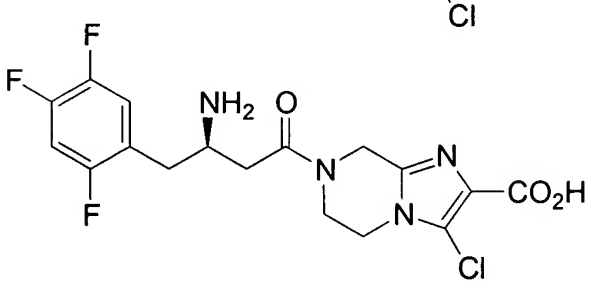

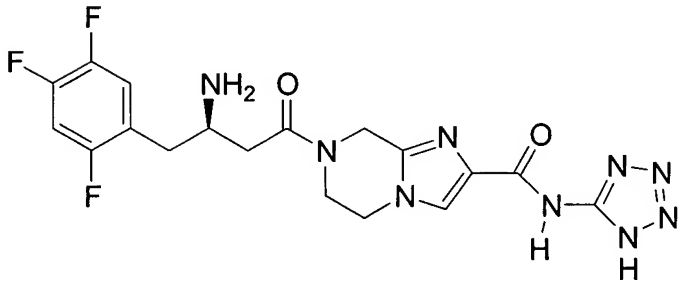

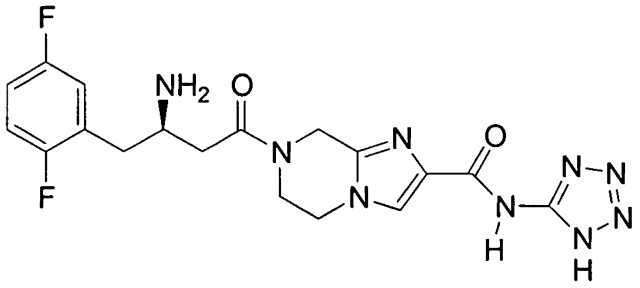

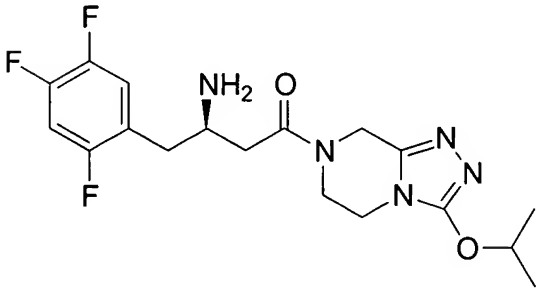

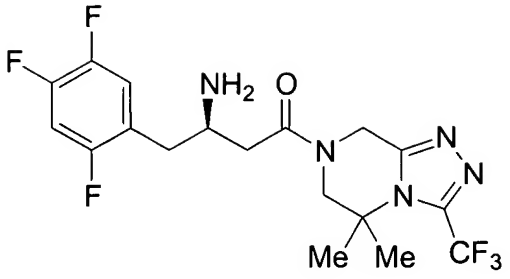

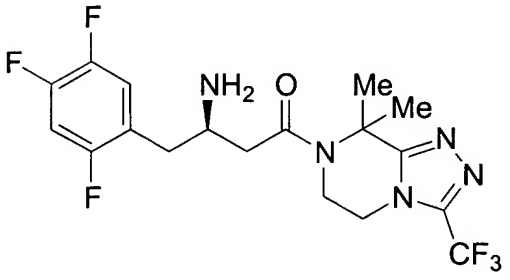

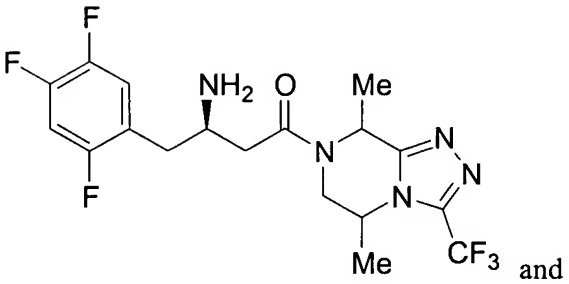

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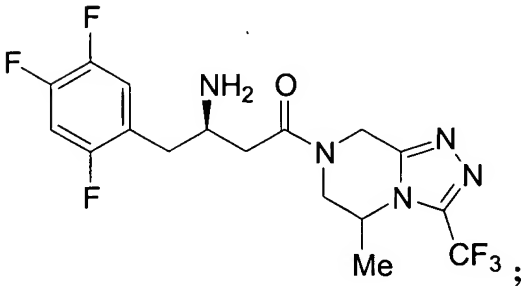

;

or a pharmaceutically acceptable salt thereof.

23. (original) A pharmaceutical composition which comprises a compound of Claim 1 and a pharmaceutically acceptable carrier.

24-25. (cancelled)

26. (original) A method for treating non-insulin dependent (Type 2) diabetes in a mammal in need thereof which comprises the administration to the mammal of a therapeutically effective amount of a compound of Claim 1.

27. (original) A method for treating hyperglycemia in a mammal in need thereof which comprises the administration to the mammal of a therapeutically effective amount of a compound of Claim 1.

28. (original) A method for treating obesity in a mammal in need thereof which comprises the administration to the mammal of a therapeutically effective amount of a compound of Claim 1.

29. (original) A method for treating one or more lipid disorders selected from the group of dyslipidemia, hyperlipidemia, hypertriglyceridemia, hypercholesterolemia, low HDL and high LDL in a mammal in need thereof which comprises the administration to the mammal of a therapeutically effective amount of a compound of Claim 1.

30. (cancelled)

31. (original) The pharmaceutical composition of Claim 23 further comprising one or more additional active ingredients selected from the group consisting of:

(a) a second dipeptidyl peptidase IV inhibitor;

(b) an insulin sensitizer selected from the group consisting of a PPARγ agonist, a PPARα/γ dual agonist, a PPARα agonist, a biguanide, and a protein tyrosine phosphatase-1B inhibitor;

(c) an insulin or insulin mimetic;

(d) a sulfonylurea or other insulin secretagogue;

(e) an α-glucosidase inhibitor;

(f) a glucagon receptor antagonist;

(g) GLP-1, a GLP-1 mimetic, or a GLP-1 receptor agonist;

(h) GIP, a GIP mimetic, or a GIP receptor agonist;

(i) PACAP, a PACAP mimetic, or a PACAP receptor agonist;

(j) a cholesterol lowering agent such as (i) HMG-CoA reductase inhibitor, (ii) sequestrant, (iii) nicotinyl alcohol, nicotinic acid or a salt thereof, (iv) PPARα agonist, (v) PPARα/γ dual agonist, (vi) inhibitor of cholesterol absorption, (vii) acyl CoA:cholesterol acyltransferase inhibitor, and (viii) anti-oxidant;

(k) a PPARδ agonist;

(l) an antiobesity compound;

(m) an ileal bile acid transporter inhibitor;

(n) an anti-inflammatory agent; and

(o) an antihypertensive agent.

32. (cancelled)

33. (currently amended) A method of treating diabetes in a mammal in need thereof comprising administering to the mammal a therapeutically effective amount of a compound of Claim 1 in combination with metformin ~~the PPARα/γ dual agonist KRP-297~~.